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    Telephone: (202) 237-2727
12 Facsimile: (202) 237-6131

13 *Attorneys for Defendants Ripple Labs, Inc.,*
    XRP II LLC, and Bradley Garlinghouse

14

15   UNITED STATES DISTRICT COURT

16   NORTHERN DISTRICT OF CALIFORNIA

17   OAKLAND DIVISION

18 | In re RIPPLE LABS INC. LITIGATION, | Case No. 18-cv-06753-PJH |
19 | | **DECLARATION OF MAXWELL V. PRITT IN SUPPORT OF JOINT ADMINISTRATIVE MOTION TO CONSIDER WHETHER CASES SHOULD BE RELATED AND CONSOLIDATED FOR PRETRIAL PURPOSES** |
20 | This Document Relates To: ALL ACTIONS | |
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DECLARATION OF MAXWELL V. PRITT

I, Maxwell V. Pritt, hereby declare as follows:

1.   I am over the age of 18 and am competent to make this declaration. I am a partner at Boies Schiller Flexner LLP, counsel of record for Defendants Ripple Labs Inc., XRP II LLC, and Bradley Garlinghouse in the action entitled *In Re: Ripple Labs Inc. Litigation,* Case No. 4:18-cv-06753-PJH, and a member of the Bar of this Court in good standing. I have personal knowledge of or am informed and believe the facts in this declaration, and they are true and correct to the best of my knowledge and belief. If called on to testify, I could and would testify competently to the following facts.

2.   I submit this declaration as required under Civil Local Rules 3-12(b) and 7-11 in support of the Joint Administrative Motion to Consider Whether Cases Should Be Related and Consolidated for Pretrial Purposes (the "Joint Motion").

3.   Counsel for Lead Plaintiff in *In Re: Ripple Labs Inc. Litigation* stipulated to the Joint Motion.

4.   Counsel for Plaintiff in *Bitcoin Manipulation Abatement LLC v. Ripple Labs, Inc., et. al.*, Case No. 3:20-cv-03022-RS (N.D. Cal.), did not stipulate to the Joint Motion, and thus Counsel for Defendants were unable to obtain a stipulation signed by all affected parties or their counsel under Civil Local Rules 7-11(a) and 7-12. Attached as **Exhibit A** is a true and corrected copy of correspondence between counsel for Defendants and counsel for Plaintiff in the related action, dated May 8, 2020.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on May 11, 2020, in San Francisco, California.

/s/ Maxwell V. Pritt
Maxwell V. Pritt

EXHIBIT A
[REDACTED]

From:	Pavel Pogodin, Ph.D., Esq.
To:	Menno Goedman
Cc:	Maxwell Pritt; Damien Marshall
Subject:	Re: DRAFT Complaint Against Ripple Labs et al. for Unregistered Sale of Securities
Date:	Friday, May 8, 2020 10:50:32 AM

CAUTION: External email. Please do not respond to or click on links/attachments unless you recognize the sender.

Menno,

I was hoping to see some cases where a class action was consolidated with a non-class action. You did not send me any. Without such authority, I'm hesitant to stipulate. Looks like you first need to file an Administrative Motion to Consider Whether Cases Should be Related under Civ.L.R. 3-12(b), see Paragraph 7 of Judge Hamilton's order. It will be judge's decision if the cases are related enough to warrant consolidation. Again, without seeing a single case where it was done, I'm unwilling to stipulate.

Best Regards,
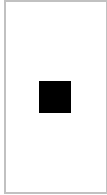
Pavel Pogodin, Ph.D., Esq.
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On Thu, May 7, 2020 at 11:05 AM Menno Goedman <mgoedman@bsfllp.com> wrote:
> Pavel,
>
> We appreciate your prompt response.
>
> Our authority for the motion is Judge Hamilton's PSLRA order in *In re Ripple Labs*, which states that "all related actions that are subsequently filed in . . . this District shall be consolidated into this action for pretrial purposes." Her order then requires the parties to file an administrative motion to effectuate the same. I am attaching the order for your reference.
>
> The Civil Cover Sheet in *BMA v. Ripple* states that this case is related to *In re Ripple Labs*.
>
> Please let us know if you stipulate. Otherwise we will support the motion by declaration, as permitted under Local Rule 7-11(a). Thanks very much.
>
> Best,

Menno

Menno Goedman

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Washington, DC 20005

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(m) +1 858 220 4794

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From: Pavel Pogodin, Ph.D., Esq. [mailto:pp@consensuslaw.io]
Sent: Thursday, May 7, 2020 4:08 AM
To: Menno Goedman <mgoedman@bsfllp.com>
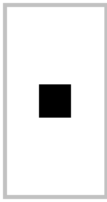**Cc:** Maxwell Pritt <mpritt@bsfllp.com>; Damien Marshall <dmarshall@bsfllp.com>
Subject: Re: DRAFT Complaint Against Ripple Labs et al. for Unregistered Sale of Securities

CAUTION: External email. Please do not respond to or click on links/attachments unless you recognize the sender.

Menno,

In view of the fact that your other case is a class action and this case is not, and further in view of the fact that my client intends to opt out of any class action settlement, I see limited procedural advantages in consolidating the two cases for pre-trial proceedings. On the other hand, I'm trying to approach your proposal with an open mind. Can you cite a few cases wherein a class action was consolidated with a non-class action? I want to see what the judges said in ordering consolidation. If it sounds convincing, I may stipulate to consolidation after review of the case law that you will provide. Thus, please send me a few (at least 2-3) convincing precedents wherein a judge ordered a consolidation of a class action with a non-class action ASAP and I'll try to respond to you by the end of the day (Thursday).

Best Regards,

Pavel Pogodin, Ph.D., Esq.
Attorney at Law*
CONSENSUS LAW
CryptoCurrency Attorneys

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* Admitted in California

On Wed, May 6, 2020 at 4:26 PM Menno Goedman <mgoedman@bsfllp.com> wrote:

Pavel,

As noted, we intend to file an administrative motion to relate and consolidate for pretrial purposes BMA's action with the ongoing putative class action pending before Judge Hamilton (18-cv-6753). As required by Local Rule 7-11, I write to see if BMA will stipulate to relation and consolidation. If so, we will prepare for your review and e-signature a draft stipulation.

We will file on Friday. Thanks very much.

Best,
Menno

Menno Goedman

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From: Pavel Pogodin, Ph.D., Esq. [mailto:pp@consensuslaw.io]
Sent: Monday, May 4, 2020 3:57 PM
To: Menno Goedman <mgoedman@bsfllp.com>
Cc: Maxwell Pritt <mpritt@bsfllp.com>; Damien Marshall <dmarshall@bsfllp.com>
Subject: Re: DRAFT Complaint Against Ripple Labs et al. for Unregistered Sale of Securities